

Ronald E. Gold, Esq.  
A.J. Webb, Esq.  
**FROST BROWN TODD LLC**  
3300 Great American Tower  
301 East Fourth Street  
Cincinnati, Ohio 45202  
Telephone: (513) 651-6800  
Facsimile: (513) 651-6981  
Email: rgold@fbtlaw.com  
awebb@fbtlaw.com

*Counsel for The Kroger Co.*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

**IN RE:**

**SEARS HOLDINGS CORPORATION, *et al.*,**

**Debtors.**

**CHAPTER 11**

**CASE NO. 18-23538-RDD**

**(JOINTLY ADMINISTERED)**

**NOTICE OF APPEARANCE AND REQUEST FOR NOTICES**

**PLEASE TAKE NOTICE** that, pursuant to Rules 2002 and 9010 of the Federal Rules of Bankruptcy Procedure, the undersigned hereby appears in the above-captioned chapter 11 proceedings as counsel on behalf of The Kroger Co. ("Kroger"), and requests that all notices given or required to be given in this case, including, but not limited to, all orders and notices of any application, motion, petition, pleading, request, complaint or demand, whether written or oral, and whether transmitted or conveyed by mail, electronic mail, ECF notice, hand delivery, telephone or otherwise, which affect Kroger or these chapter 11 bankruptcy cases to be served upon:

Ronald E. Gold (Ohio Bar No. 0061351)  
A.J. Webb (Ohio Bar No. 0093655)  
**Frost Brown Todd LLC**  
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Cincinnati, OH 45202  
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**PLEASE TAKE FURTHER NOTICE** that this entry of appearance is not intended as nor is it a consent to jurisdiction of the Bankruptcy Court over Kroger, specifically but not limited to (i) its right to have final orders in non-core matters entered only after *de novo* review by a district judge, (ii) its right to a trial by jury in any proceeding triable herein, or in any case, controversy or proceeding related hereto, (iii) its right to have the reference withdrawn by the District Court in any matter subject to mandatory, or discretionary withdrawal, or (iv) any other rights, claims, actions, defenses, setoffs, or recoupments to which Kroger is or may be entitled to under agreement, in law or equity, all of which rights, claims, actions, defenses, setoffs and recoupments Kroger expressly reserves.

Date: December 10, 2018

Respectfully submitted,

**FROST BROWN TODD LLC**

By: /s/ Ronald E. Gold

Ronald E. Gold, Esq.

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**CERTIFICATE OF SERVICE**

I hereby certify that on this 10th day of December, 2018, a true and correct copy of the foregoing *Notice of Appearance and Request for Notices* was sent via ECF Noticing to all parties receiving ECF Notices in this chapter 11 case.

/s/ Ronald E. Gold  
Ronald E. Gold